

**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

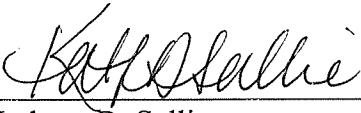
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<b>In re:</b>	:	
	:	<b>Chapter 11</b>
<b>W.R. GRACE &amp; CO., et al.</b>	:	
	:	
<b>Debtors.</b>	:	<b>Case No. 01-01139 (JKF)</b>
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**MOTION AND ORDER FOR ADMISSION PRO HAC VICE**

Pursuant to Local Rule 83.5 and the attached certification, counsel moves for the admission *pro hac vice* of Ralph I. Miller to represent the Ad Hoc Committee of Equity Security Holders<sup>1</sup> in this action.

Respectfully submitted,

THE BAYARD FIRM  
222 Delaware Avenue, Suite 900  
Wilmington, DE 19801  
Tel: 302-655-5000  
Fax: 302-658-6395

By:   
Kathryn D. Sallie  
Bar No. 4600

**CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE**

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the bar of the State of Texas, and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am

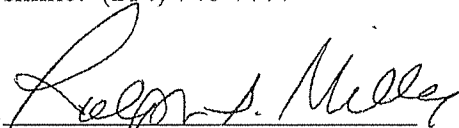
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<sup>1</sup>The Ad Hoc Equity Committee is currently comprised of Citadel Investment Group, L.L.C., Dune Capital LLC, Duma Capital Partners, L.P. and Silver Point Capital, L.P.

or course of this action. I also certify that I am generally familiar with this Court's Local Rules and with Standing Order for District Court Fund effective January 1, 2005. I further certify that the annual fee of \$25.00 has been paid to the Clerk of the Court for the District Court.

Respectfully submitted,

WEIL, GOTSHAL & MANGES LLP  
200 Crescent Court, Suite 300  
Dallas, TX 75201  
Telephone: (214) 746-7756  
Facsimile: (214) 746-7777

By:   
Ralph I. Miller

**ORDER GRANTING MOTION**

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

Date: \_\_\_\_\_

\_\_\_\_\_  
Judge Judith K. Fitzgerald  
United States Bankruptcy Judge